

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT NEW YORK

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RITCHIE CAPITAL MANAGEMENT LLC,)
RITCHIE RISK-LINKED STRATEGIES)
TRADING (IRELAND), LIMITED, RITCHIE)
RISK-LINKED STRATEGIES TRADING)
(IRELAND) II, LIMITED, WALKERS SPV)
LIMITED, as trustee for Ritchie Risk-Linked) Civil Action No. 07CV3494 (DLC) (DCF)
Life Strategies Trust I and Ritchie Life Strategies)
Master Trust, and RITCHIE RISK-LINKED) (ECF)
STRATEGIES TRADING, LTD.,)
)
Plaintiffs,)
)
v.)
)
COVENTRY FIRST LLC, THE COVENTRY)
GROUP, INC., MONTGOMERY CAPITAL, INC.,)
LST I LLC, ALAN BUERGER, CONSTANCE)
BUERGER, REID S. BUERGER, ANTONIO)
MUNIZ, ALEX SELDIN, NEAL JACOBS,)
EILEEN SHOVLIN, and JIM DODARO,)
)
Defendants.)
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**AFFIDAVIT OF KATHERINE G. LINDSEY IN SUPPORT
OF DEFENDANTS' MOTION TO DISMISS COUNTS I & II
OF PLAINTIFFS' PROPOSED SECOND AMENDED COMPLAINT**

DISTRICT OF COLUMBIA) ss:

KATHERINE G. LINDSEY, being duly sworn, states:

1. I am over 18 years of age and associated with the law firm of Williams & Connolly LLP, counsel to Plaintiffs in the above-captioned matter. I am duly licensed to practice in the District of Columbia and the State of New York and admitted to practice before this Court. I submit this affidavit in support of Defendants' Motion to Dismiss Counts I & II of Plaintiffs' Proposed Second Amended Complaint. I have personal knowledge of the matters set forth herein.

2. Attached as Exhibit 1 to this affidavit is a true and correct copy of pertinent portions of the Amendment to Amended and Restated Intercreditor Agreement among Ritchie Risk-Linked Strategies Trading (Ireland), Ltd. *et al.*, dated January 29, 2007.

3. Attached as Exhibit 2 to this affidavit is a true and correct copy of pertinent portions of the Master Policy Purchase Agreement ("MPPA") by and between LST I LLC, as Seller, and Ritchie Risk-Linked Strategies Trading (Ireland), Ltd., as Purchaser, dated June 30, 2005.

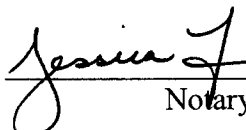
4. Attached as Exhibit 3 to this affidavit is a true and correct copy of pertinent portions of the Master Policy Purchase Agreement ("MPPA") by and between LST I LLC, as Seller, and Ritchie Risk-Linked Strategies Trading (Ireland) II, Ltd., as Purchaser, dated December 15, 2005.

5. Attached as Exhibit 4 to this affidavit is a true and correct copy of pertinent portions of the Master Policy Purchase Agreement ("MPPA") by and between LST I LLC, as Seller, and Ritchie Risk-Linked Strategies Trading (Ireland) IV, Ltd., as Purchaser, dated June 30, 2006.

Executed on September 21, 2007


Katherine G. Lindsey

The foregoing instrument was acknowledged before me on this 21st day of September, 2007.


Notary Public

JESSICA FISCHER
NOTARY PUBLIC DISTRICT OF COLUMBIA
My Commission Expires June 14, 2008